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18 UNITED STATES DISTRICT COURT
19 NORTHERN DISTRICT OF CALIFORNIA

20 In re DYNAMIC RANDOM ACCESS
21 MEMORY (DRAM) ANTITRUST
22 LITIGATION

23 This Document Relates to:

24 State of New York v. Micron et. al. (C 06-
25 6436 PJH)

Master File No. M-02-1486 PJH

MDL No. 1486

**STIPULATION AND [~~PROPOSED~~]
ORDER APPOINTING THE
HONORABLE CHARLES B.
RENFREW AS SPECIAL MASTER**

STIPULATION AND [PROPOSED] ORDER

Pursuant to the Court's November 15, 2007 Order and Federal Rule of Civil Procedure 53, the Indirect Purchaser Plaintiffs, the Governmental Purchaser Plaintiffs, and Plaintiff States (collectively, "Plaintiffs"), Defendants Samsung Semiconductor, Inc. and Samsung Electronics Company Ltd. (collectively "Samsung"), and Defendants Winbond Electronics Corporation and Winbond Electronics Corporation (collectively "Winbond") (Plaintiffs, Samsung and Winbond collectively, the "Settling Parties") hereby stipulate to the following proposed Order:

1. The Court shall, and hereby does, appoint the Honorable Charles B. Renfrew, United States District Court Judge (Retired), as Special Master in these proceedings pursuant to Federal Rule of Civil Procedure 53(a)(1)(A).

2. The Special Master shall have the authority granted by Rule 53(c), Federal Rules of Civil Procedure.

3. The Special Master's duties shall consist of assisting the Settling Parties and the Court by preparing a report and issuing recommendations on the following subjects in connection with Plaintiffs' proposed settlements with Samsung and Winbond:

a. The development of a plan of allocation of settlement proceeds for the benefit of members of the Private Indirect Purchaser Settlement Class and the Government Purchaser Settlement Class, including the consideration and/or addition of any subclasses or other means of ensuring a fair and equitable allocation; and

b. The development of a proposed form of notice, and methods to disseminate that notice, in order to adequately apprise settlement class members of the proposed settlements.

4. The Special Master shall proceed in the performance of his duties with all reasonable diligence and shall file and serve his report and recommendations with the Court and the settling parties on or before a date to be specified in future orders of the Court.

1 5. The Special Master shall maintain and preserve any written order, report or
2 recommendation the Special Master may make pursuant to this Stipulation and Order until this
3 matter is finally resolved. The Special Master may designate formal briefs, informal submissions, or
4 any other materials as materials to be preserved and filed as the record of the master's activities and
5 shall file such record with the Court in electronic format pursuant to future order of the Court. In
6 order to facilitate the fair and effective performance of the duties set forth in Paragraph 3 above, the
7 Special Master may communicate *ex parte* with counsel, the parties, or the Court. The Special
8 Master may review confidential documents and other information that is subject to the Protective
9 Order issued in these actions as a court officer and shall be bound by the terms of the Protective
10 Order.

11 6. Except as ordered by the Special Master, all papers submitted to the Special Master in
12 connection with any hearing to be held by him shall be served upon counsel for Plaintiffs and the
13 Settling Defendants at least five (5) court days before any hearing; responses shall be filed and
14 served at least two (2) court days before any hearing; and reply briefs shall be filed and served at
15 least one (1) court day before the hearing.

16 7. The Special Master's fee shall be computed by multiplying the hours incurred by him
17 by his normal and customary hourly rate and all expenses shall be reasonably incurred and shall be
18 billed at the Special Master's actual out-of-pocket cost. All payments to the Special Master shall be
19 made from the settlement funds and be allocated pursuant to the agreement of the parties or by order
20 of the Court upon the recommendation of the Special Master.

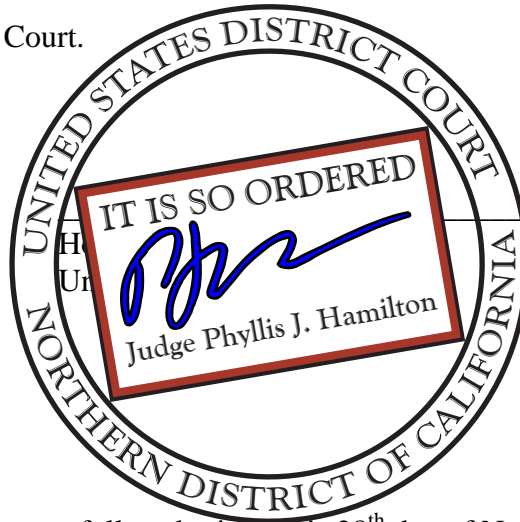
21 8. The Settling Parties and the Court have reviewed the Declaration executed by Judge
22 Renfrew, attached hereto as Exhibit 1, pursuant to Rule 53(b)(3), Federal Rules of Civil Procedure,
23 and 28 U.S.C. 455.

24 9. Pursuant to Rule 53(g)(1), Federal Rules of Civil Procedure, the Court may adopt,
25 affirm, modify, wholly or partly reject, or resubmit to the Special Master with instructions any order,
26 report, or recommendation submitted by the Special Master. All objections to findings of fact and
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all conclusions of law made or recommended by the Special Master shall be reviewed by the Court *de novo* unless otherwise ordered by the Court.

IT IS SO ORDERED.

Dated: November 30, 2007



This Stipulation and Proposed Order is respectfully submitted this 28th day of November, 2007 by the following counsel for the Settling Parties:

/S/ Josef D. Cooper

By: Josef D. Cooper
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On Behalf of All Plaintiff States and All
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